

CORPORATE ACTION NOTICE

RESIGNATION NOTICE



March 2, 2021

**NOTICE TO HOLDERS OF GLOBAL DEPOSITARY RECEIPTS (“GDRs”)
REPRESENTING DEPOSITED ORDINARY SHARES OF:
NAYARA ENERGY LIMITED
ONE GDR REPRESENTS ONE HUNDRED FIFTY THREE ORDINARY SHARES
CUSIP: 639346105 AND UNDERLYING ISIN: INE011A01019**

You are hereby notified, as owners and beneficial owners of RegS Global Depositary Receipts (“GDRs”) of Nayara Energy Limited (the “Company”), that BNY Mellon (the “Depositary”) has informed the Company of its intention to resign as Depositary Bank for Nayara Energy Limited RegS GDR program. If the Company does not appoint a successor depositary bank on or before June 23, 2021 the Depositary will terminate the RegS GDR program no sooner than 90 days from the date of notice to the GDR holders of such termination which is in accordance with Condition 21 of the deposit agreement dated March 29, 2006.

PLEASE SEE INVESTOR DISCLOSURE ON LAST PAGE.

To learn more about Depositary Receipts, please contact DRBrokerSolutions@bnymellon.com or visit our website at adrbnymellon.com.

Investor Disclosure

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Nothing herein shall be deemed to constitute an offer to sell or a solicitation of an offer to buy securities.

BNY Mellon collects fees from DR holders pursuant to the terms and conditions of the DRs and any deposit agreement under which they are issued. From time to time, BNY Mellon may make payments to an issuer to reimburse and/or share revenue from the fees collected from DR holders, or waive fees and expenses to an issuer for services provided, generally related to costs and expenses arising out of establishment and maintenance of the DR program. BNY Mellon may pay a rebate to brokers in connection with unsponsored DR issuances; brokers may or may not disclose or pass back some or all of such rebate to the DR investor. BNY Mellon may also use brokers, dealers or other service providers that are affiliates and that may earn or share fees and commissions.

BNY Mellon may execute DR foreign currency transactions itself or through its affiliates, or the Custodian or the underlying Company may execute foreign currency transactions and pay US dollars to BNY Mellon. In those instances where it executes DR foreign currency transactions itself or through its affiliates, BNY Mellon acts as principal counterparty and not as agent, advisor, broker or fiduciary. In such cases, BNY Mellon has no obligation to obtain the most favorable exchange rate, makes no representation that the rate is a favorable rate and will not be liable for any direct or indirect losses associated with the rate. BNY Mellon earns and retains revenue on its executed foreign currency transactions based on, among other things, the difference between the rate it assigns to the transaction and the rate that it pays and receives for purchases and sales of currencies when buying or selling foreign currency for its own account. The methodology used by BNY Mellon to determine DR conversion rates is available to registered Owners upon request or can be accessed at https://www.adrbnymellon.com/us/en/news-andpublications/dr-issuers/drs_foreign_exchange_pricing_disclosure.pdf.

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